

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

	)	
In re:	)	Chapter 11
	)	
NORTHWEST HARDWOODS, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 20-13005 (CSS)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	<b>Obj. Deadline: February 11, 2021 at 4:00 p.m. (ET)</b>

**NOTICE OF FILING OF THE ORDINARY COURSE  
PROFESSIONAL DECLARATION OF KIRKLAND & ELLIS LLP**

**PLEASE TAKE NOTICE** that, in accordance with the procedures set forth in the *Order (I) Authorizing Employment and Payment of Professionals Utilized in the Ordinary Course of Business and (II) Granting Related Relief* [Docket No. 174] (the “OCP Order”),<sup>2</sup> the above-captioned debtors and debtors in possession (the “Debtors”) hereby file the OCP Declaration of Kirkland & Ellis LLP (the “Ordinary Course Professional”), attached hereto as **Exhibit A**.

**PLEASE TAKE FURTHER NOTICE** that objections to the OCP Declaration, if any, must be filed in accordance with the OCP Order, on or before **February 11, 2021 at 4:00 p.m. (ET)** with the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, you must also serve a copy of any objection upon the Ordinary Course Professional counsel to the Debtors, (a) Young Conaway Stargatt & Taylor, LLP, 1000 North King Street, Wilmington, Delaware 19801 (Attn: Sean M.

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Northwest Hardwoods, Inc. (5401), Hardwoods Intermediate Holdings II, Inc. (7760), and Hardwoods Holdings, Inc. (3443). The location of the Debtors' service address in these chapter 11 cases is: 1313 Broadway, Suite 300, Tacoma, WA 98402.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the OCP Order.

Beach, Esq. (sbeach@ycst.com) and Jacob D. Morton, Esq. (jmorton@ycst.com)) and (b) Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, New York 10166 (Attn: David M. Feldman, Esq. (dfeldman@gibsondunn.com), J. Eric Wise, Esq. (ewise@gibsondunn.com), Matthew K. Kelsey, Esq. (mkelsey@gibsondunn.com), and Alan Moskowitz, Esq. (amoskowitz@gibsondunn.com)).

**PLEASE TAKE FURTHER NOTICE** that, if no objections are filed in accordance with this Notice, then the Ordinary Course Professional shall be deemed to be an Ordinary Course Professional within the purview of the OCP Order without the necessity of a hearing or further notice, at which time the Debtors shall be authorized to compensate the Ordinary Course Professional consistent with the terms of the OCP Order.

*[Signature page follows]*

Dated: January 28, 2021  
Wilmington, Delaware

/s/ Jacob D. Morton  
YOUNG CONAWAY STARGATT & TAYLOR, LLP  
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Jacob D. Morton (No. 6684)  
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GIBSON, DUNN & CRUTCHER LLP  
David M. Feldman (admitted *pro hac vice*)  
J. Eric Wise (admitted *pro hac vice*)  
Matthew K. Kelsey (admitted *pro hac vice*)  
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*Counsel to the Debtors and Debtors in Possession*

**EXHIBIT A**

**OCP Declaration**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

	)	
In re:	)	Chapter 11
	)	
NORTHWEST HARDWOODS, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 20-13005 (CSS)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	<b>Re: Docket No. 174</b>

**DECLARATION IN SUPPORT OF EMPLOYMENT OF KIRKLAND & ELLIS LLP AS  
PROFESSIONAL UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

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I, Katherine Coverdale, pursuant to 28 U.S.C. § 1746, declare that the following is true to the best of my knowledge, information and belief:

1. I am a Partner of Kirkland & Ellis LLP, located at 200 Clarendon Street, 47th Floor, Boston, MA 02116 (the “Firm”), which has been employed by the debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned cases (the “Chapter 11 Cases”) in the ordinary course of the Debtors’ business. The Debtors wish to retain the Firm to continue providing ordinary course services during the Chapter 11 Cases, and the Firm has consented to provide such services. This Declaration is submitted in compliance with the *Order (I) Authorizing Employment and Payment of Professionals Utilized in the Ordinary Course of Business and (II) Granting Related Relief* Docket No. 174 (the “Ordinary Course Professionals Order”) which Ordinary Course Professionals Order I have reviewed. I understand the limitations on compensation and reimbursement under such Ordinary Course Professionals Order.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Northwest Hardwoods, Inc. (5401), Hardwoods Intermediate Holdings II, Inc. (7760), and Hardwoods Holdings, Inc. (3443). The location of the Debtors’ service address in these chapter 11 cases is: 1313 Broadway, Suite 300, Tacoma, WA 98402.

2. The Firm may have performed services in the past, may currently perform services and may perform services in the future in matters unrelated to the Debtors or these Chapter 11 Cases for persons that are parties in interest in the Chapter 11 Cases. The Firm does not perform services for any such person in connection with the Debtors or these Chapter 11 Cases, or have any relationship with any such person, their attorneys or their accountants that would be adverse to the Debtors or their estates.

3. The Debtors have requested that the Firm provide advice to members of the management team with respect to incentive equity and employment arrangements and the Firm has consented to provide such services.

4. The Firm has provided services to the Debtors prior to the commencement of the Chapter 11 Cases on November 23, 2020.

5. The Firm is a legal services firm.

6. As part of its customary practice, the Firm is retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants and parties in interest in the Chapter 11 Cases.

7. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm, has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

8. Neither I nor any principal, partner, director or officer of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed.

9. The Firm intends to bill the Debtors for professional services rendered in connection with these Chapter 11 Cases, in accordance with the Ordinary Course Professionals Order, with such

bill to include compensation for services based on the hourly rates set forth below, plus reimbursement of actual and necessary expenses and other charges incurred by the Firm. The principal attorneys designated to represent the Debtors and their current standard rates are:

Katherine Coverdale: \$1,295/hour

Deidre Kalenderian: \$1,070/hour

10. No representations or promises have been received by the Firm, nor by any principal, partner, director, officer, or professional thereof, as to compensation in connection with these Chapter 11 Cases other than in accordance with the provisions of the Bankruptcy Code. The Firm has no agreement with any other entity to share with such entity any compensation received by the Firm in connection with these Chapter 11 Cases.

11. The Debtors owe the Firm \$729.00 for fees and expenses incurred prior to the date the Chapter 11 Cases were commenced (the "Petition Date"), the payment of which is subject to the limitations contained in the Bankruptcy Code and any orders of the Court.

12. The Firm does keep time records in one-tenth of an hour increments in the ordinary course of business.

13. As of the Petition Date, the Firm held a prepetition retainer of \$ 0.00.

14. As of the Petition Date, the Firm was not party to an agreement for indemnification with the Debtors.

15. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors and other parties in interest in these cases, and upon conclusion of such inquiries, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: January 26, 2021

*Katherine Coverdale*

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Katherine Coverdale

Partner

Kirkland & Ellis LLP

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Boston, MA 02116

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Email: [kate.coverdale@kirkland.com](mailto:kate.coverdale@kirkland.com)